

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| In re: |) Chapter 11 |
| |) |
| W. R. GRACE & CO., et al., ¹ |) Case No. 01-01139 (KJC) |
| |) (Jointly Administered) |
| Reorganized Debtors. |) |
| |) Hearing Date: March 4, 2015, at 10:00 a.m. |
| |) |

**REQUEST FOR STATUS HEARING TO SET BRIEFING SCHEDULE FOR
SUMMARY JUDGMENT REGARDING CLAIM NO. 7021, FILED BY NORFOLK
SOUTHERN RAILWAY, AND THE PENDING OBJECTION THERETO**

The above-captioned reorganized debtors (the “Reorganized Debtors”) request the Court set a status hearing pursuant to Del. Bankr. L. R. 3007-1(i) to set a schedule for a motion for summary judgment by the Reorganized Debtors, requesting the Court to disallow claim no. 7021, filed by Norfolk Southern Railway (“NS”).²

On or about March 27, 2003, NS filed its proof of claim (the “POC”), which was designated Claim no. 7021 (a copy of which is attached hereto as Exhibit A). On July 20, 2009, the Debtors filed their *Objection to the Proof of Claim Filed by Norfolk Southern Railway Company* [Docket no. 22553] (the “Claim Objection,” attached hereto as Exhibit B). On August 26, 2009, NS filed its *Preliminary Response of Norfolk Southern Railway to Debtors’ Objection to the Proof of Claim Filed by Norfolk Southern Railway* [Docket no. 22975] (the “Preliminary

¹ The Reorganized Debtors comprise W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc., or “Grace”) and W. R. Grace & Co.-Conn. (“Grace-Conn.”).

² Capitalized terms not defined herein shall have the meaning ascribed to them in, as the case may be, the NS POC, the *Proposed Stipulation of Facts Regarding Resolution of Claim No. 7021, Filed by Norfolk Southern Railway Company* (the Stipulation), the *Debtors’ Objection to the Proof of Claim Filed by Norfolk Southern Railway Company* [Docket no. 22553], dated July 20, 2009 (the Claim Objection), NS’s *Preliminary Response of Norfolk Southern Railway to Debtors’ Objection to the Proof of Claim Filed by Norfolk Southern Railway* [Docket no. 22975], dated August 26, 2009 (the Preliminary Response) or the *First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W. R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants’ Representative, and the Official Committee of Equity Security Holders as Modified Through December 23, 2010* [Docket No. 26368] (as it may be amended or supplemented, the “Plan”).

Response,” attached hereto as Exhibit C). The matter has been continued since then as the parties have attempted to negotiate a resolution to NS’s claim.

These negotiations have, unfortunately, stalled. As set forth in the POC, the Claim Objection and NS’s Preliminary Response, it does not appear that there are any material facts in dispute. The Reorganized Debtors therefore request the Court set a status hearing for the omnibus hearing currently scheduled for 10:00 a.m., March 4, 2015, which is the next regularly scheduled omnibus hearing in these chapter 11 cases.

The Reorganized Debtors believe that this controversy should be resolved as a matter of law, and that there are no material issues of fact. The Reorganized Debtors will therefore consult with NS regarding a proposed schedule for resolving claim no. 7021 by summary judgment.

NOTICE

Notice of this Motion has been given to: (i) the Office of the United States Trustee; (ii) Counsel for the WRG Asbestos PI Trust; (iii) Counsel for the Asbestos PI Future Claimants Representative; (iv) Counsel for the Asbestos PD Future Claimants Representative; (v) Counsel for the WRG Asbestos PD Trust (7A); (vi) Counsel for the WRG Asbestos PD Trust (7B); (vii) Counsel for the CDN ZAI PD Claims Fund; (viii) those parties that requested service and notice of papers in accordance with Fed. R. Bankr. P. 2002; and (ix) Counsel for Norfolk Southern Railway. In light of the nature of the relief requested, the Reorganized Debtors submit that no further notice is required.

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Dated: February 10, 2015

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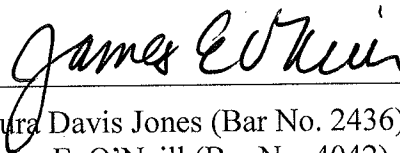
and

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and

PACHULSKI STANG ZIEHL & JONES LLP

A handwritten signature in cursive script, reading "James E. O'Neill", is written over a horizontal line.

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